

VENTURA TEXTILES LIMITED

Regd. Office: 121, Midas, Sahar plaza, J.B.Nagar, Andheri(East), Mumbai_ 400 059

CIN: L21091MH1970PLC014865 Website: www.venturatextiles.com

Tel No: (91-22) 2834 4453/ 4475. Email: mkt2@venturatextiles.com

Date: 23/09/2021

To,
BSE Limited
Dept. of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Subject: Voting Results and Consolidated Scrutinisers Report of the 51st Annual General Meeting of the Company under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015.

Dear Sir/Madam,

Pursuant to provision of regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find herewith attached voting Results and consolidated Scrutinizer Report of the 51st Annual General Meeting of the Company held on 23rd September, 2021 at 11:00 a.m at registered office of the company.

Kindly acknowledge the same.

Thanking You,

Yours Faithfully
For Ventura Textiles Limited

Sawani Sadalage

Sawani Sadalage (Karkamkar)
Company Secretary
ACS: 40715



51st Adjourned Annual General Meeting of Ventura Textiles Limited	
Date of Notice of AGM	1st September, 2021
Date of the AGM	23rd September, 2021
Total Number of Shareholders as on Record date/Cut off date (16th September 2021)	9018
No of Shareholders Present in the Meeting either in person or through proxy:	
Promoters and Promoter group	3
Public	35
Number of Shareholders present in the meeting through video conferencing	NA
Promoters and Promoter group	
Public	
Mode of Voting	Remote E-voting and through ballot paper



Ventura Textiles Limited

Resolution Required : (Ordinary) 1 - To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, along with the reports of the Board of Directors and Auditors thereon.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={([5]/[2])*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	11053773	0	0.00	0	0	0.00	0.00	0
	Poll		11053773	0.00	11053773	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		11053773	0	11053773	0	100	0.00	0
Public Institutions	E-Voting	987368	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public Non Institutions	E-Voting	7412148	481	0.01	481	0	100.00	0.00	0
	Poll		210	0.00	210	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		691	0.01	691	0	100.00	0.00	0
Total		19453289	11054464	56.83	11054464	0	100.00	0.00	0



Ventura Textiles Limited

Resolution Required : (Ordinary)			2 - To appoint a Director in place of Mr. Abhijit Rao (DIN: 00189126), who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	11053773	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	11053773
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	11053773
Public Institutions	E-Voting	987368	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public Non Institutions	E-Voting	7412148	481	0.01	481	0	100.00	0.00	0
	Poll		210	0.00	210	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		691	0.01	691	0	100.00	0.00	0
Total		19453289	691	0.00	691	0	100.00	0.00	11053773



Ventura Textiles Limited

Resolution Required : (Ordinary) 3- Appointment of Mr. Venu Natha Sadasivam Sarma (DIN: 00742705) as a Non-Executive Independent Director of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
Promoter and Promoter Group	E-Voting	11053773	0	0.00	0	0	0.00	0.00	0
	Poll		11053773	100.00	11053773	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		11053773	100.00	11053773	0	100.00	0.00	0
Public Institutions	E-Voting	987368	0	0.00	0	0	0.00	0.00	0
	Poll		0	0.00	0	0	0.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		0	0.00	0	0	0.00	0.00	0
Public Non Institutions	E-Voting	7412148	481	0.01	481	0	100.00	0.00	0
	Poll		210	0.00	210	0	100.00	0.00	0
	Postal Ballot		0	0.00	0	0	0.00	0.00	0
	Total		691	0.01	691	0	100.00	0.00	0
Total		19453289	11054464	56.83	11054464	0	100.00	0.00	0



REPORT OF SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

24th September, 2021

To,
The Chairman
Ventura Textiles Limited
Unit No.121, Midas, Sahar Plaza
J. B. Nagar, Andheri-Kurla Road, Andheri (East), Mumbai – 400 059.

51st Annual General Meeting (AGM) of the Equity Shareholders of Ventura Textiles Limited (CIN: L21091MH1970PLC014865) held on Thursday, September 23, 2021, at 11:00 A.M. at the Registered Office of the Company at Unit No. 121, Midas, Sahar Plaza, J.B. Nagar, Andheri-Kurla Road, Andheri (East), Mumbai – 400 059.

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and voting through Ballot Form sat the 51st Annual General Meeting (AGM) of Ventura Textiles Limited held on Thursday, September 23, 2021 at 11:00 at the Registered Office of the Company at Unit No. 121, Midas, Sahar Plaza, J.B. Nagar, Andheri-Kurla Road, Andheri (East), Mumbai – 400 059.

I, Dinesh Trivedi (ACS:A23841; CP:22407), Designated Partner of S. Anantha & Ved LLP, Practicing Company Secretaries, (LLPIN:AAH-8229), who were appointed as the Scrutinizers by the Board of Directors of **Ventura Textiles Limited** (the 'Company') vide resolution dated June 30, 2021, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended till date to scrutinize and report on the electronic voting ('remote e-voting') and the voting through ballot by the shareholders of the Company in respect of the resolutions proposed to be passed at 51st AGM of the members of the Company to be held on Thursday, September 23, 2021 at 11:00 A.M. at the Registered Office of the Company at Unit No. 121, Midas, Sahar Plaza, J.B. Nagar, Andheri-Kurla Road, Andheri (East), Mumbai – 400 059, submit our report as under:

1. The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means ('remote e-voting') and voting through ballot by the shareholders on the resolutions proposed in the notice of the 51st Annual General Meeting of the Company is the responsibility of the management. Our responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and voting through ballot are conducted in a fair and transparent manner and submit to the Chairman, the consolidated Report by Scrutinizer's of the total votes cast in favour or against, if any, on the resolutions, based on the report generated electronically and by voting through Ballot.
2. As per the Notice of 51st Annual General Meeting of the Shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies [(Management and Administration) Rules, 2014] (Amendment Rules, 2015) on August 31, 2021, in English Newspaper "Active Time" and in Vernacular Language (Marathi) Newspaper "Mumbai Lakshadweep", the remote e-voting opened at 09.00 A.M. (IST) on Monday, September 20, 2021 and remained open until 05.00 P.M. (IST) on Wednesday, September 22, 2021.
3. The Shareholders holding the Equity Shares of the Company as on Thursday, September 16, 2021 viz. the "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 51st Annual General Meeting of the Company.
4. After the declaration of voting by use of ballot by the Chairman at the meeting, ballot box was locked and kept for voting duly marked by identification mark placed on them. The ballot box subsequently on close of voting hours was opened in the presence of two witnesses who are not the employees of the Company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents (RTA) of the Company and the Authorizations / proxies lodged with the Company.

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5. The votes on remote e-voting were unblocked, in the presence of two witnesses who are not the employees of the Company, after conclusion of AGM and the e-voting results / list of Equity Shareholders who voted for and against were downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL) viz. www.evotingindia.com and the same are being handed over to the Chairman.
6. The total votes cast in favour or against for all the resolutions proposed in the Notice of the AGM are as under:

Ordinary Business:

Resolution No. 1: Ordinary Resolution

1. **To receive, consider, and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2021, along with the reports of the Board of Directors and Auditors thereon:**

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	43	481	0.004
Voting by Ballot	9	1,10,53,983	99.996
Total	52	1,10,54,464	100.000

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by Ballot	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
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Summary of Total valid votes for Resolution No.1

Particulars	Number of valid votes cast	% of total number of valid votes cast
Votes in favour	1,10,54,464	100.00
Votes against	0	0.00
Total	1,10,54,464	100.00

: 3 :

Resolution No. 2: Ordinary Resolution

2. Re-appointment of Mr. Abhijit Rao (DIN: 00189126), as a Director liable to retire by rotation and being eligible, offers himself for re-appointment:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	43	481	69.61
Voting by Ballot	6	210	30.39
Total	49	691	100.00

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by Ballot	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
3	1,10,53,773

Summary of Total valid votes for Resolution No.2

Particulars	Number of valid votes cast	% of total number of valid votes cast
Votes in favour	691	100.00
Votes against	0	0.00
Total	691	100.00

Note: 3 (Three) folios holding in aggregate 1,10,53,773 equity shares of face value of Rs.10/- each of the Company voted in the above resolution considered Invalid, being interested persons.

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Special Business:

Resolution No. 3: Ordinary Resolution

3. Appointment of Mr. Venu Natha Sadasivam Sarma (DIN: 00742705) as a Non-Executive Independent Director of the Company:

(i) Voted in favour of the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	43	481	0.004
Voting by Ballot	9	1,10,53,983	99.996
Total	52	1,10,54,464	100.000

(ii) Voted against the resolution:

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	0	0	0.00
Voting by Ballot	0	0	0.00
Total	0	0	0.00

(iii) Invalid votes:

Total Number of Members whose votes were declared invalid	Total number of votes cast by them
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Summary of Total valid votes for Resolution No.3

Particulars	Number of valid votes cast	% of total number of valid votes cast
Votes in favour	1,10,54,464	100.00
Votes against	0	0.00
Total	1,10,54,464	100.00

: 5 :

6. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of 51st Annual General Meeting and the same shall be sent /handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

For **S. ANANTHA & VED LLP**
Company Secretaries



Dinesh Trivedi
Designated Partner
DIN: 08065117
CP No.: 22407
UDIN: A023841C000998925

Date: 24th September, 2021
Place: Mumbai

Witnesses:



1. Name: Mr. Somesh Mhapralkar
S/o.: Mr. Umesh Mhapralkar
Address: C/o. S. Anantha & Ved LLP
316, 3rd Floor, Nirmal Avior Galaxy
L B S Marg, Mulund (W), Mumbai -400080
Occupation: Service



2. Name: Mr. Shankar Ganesh Konar
S/o.: Mr. Sundar Rajan Konar
Address: C/o. S. Anantha & Ved LLP
316, 3rd Floor, Nirmal Avior Galaxy
L B S Marg, Mulund (W), Mumbai -400080
Occupation: Service

Counter signed
For **Ventura Textiles Limited**



P. M. Rao
Chairman and Managing Director
DIN: 00197973